AMENDMENT OF SOLICITATI	ON/MODIFICATI	ON OF CON	TRACT	1. Contract I		Page 1 Of 12
2. Amendment/Modification No.	3. Effective Date	4. Requisition/Po	ırchase Req		5. Project No.	(If applicable)
P00017	2007MAY23	SEE S	CHEDULE			
6. Issued By	Code W56HZV	7. Administered	By (If other t	than Item 6)		Code S3315A
U.S. ARMY TACOM LCMC		DCMA LOCE	CHEED MARTI	N SYSTEMS		
AMSTA-PM-LAV-B			TION-OWEGO			
DOUGLAS W. CLEVELAND (586)574-6834 WARREN, MICHIGAN 48397-5000			E ROUTE 17C 13827-3998			
HTTP://CONTRACTING.TACOM.ARMY.MIL		OWEGO, NI	13027 3330			
WEAPON SYSTEM: WPN SYS: 00						
EMAIL: DOUGLAS.CLEVELAND@US.ARMY.MI			SCD C	PAS NONE		PT HQ0337
8. Name And Address Of Contractor (No., Stre	et, City, County, State and	l Zip Code)		9A. Amendme	nt Of Solicitation	1 No.
LOCKHEED MARTIN CORPORATION						
1801 STATE ROUTE 17C OWEGO, NY 13827-3900				9B. Dated (See	Item 11)	
OWEGO, NI 13027 3500						
			X	10A. Modificat	tion Of Contract	/Order No.
				W56HZV-05-C-	0383	
TYPE BUSINESS: Large Business Perfo	rming in U.S.			10B. Dated (Se	e Item 13)	
Code 03640 Facility Code				2005JUN06		
11. T	HIS ITEM ONLY APPLI	ES TO AMENDM	ENTS OF SO	DLICITATION	S	
The above numbered solicitation is amend	led as set forth in item 14.	The hour and dat	e specified fo	r receipt of Of	fers	
is extended, is not extended.						
Offers must acknowledge receipt of this ame						
(a) By completing items 8 and 15, and return						dment on each copy of the
offer submitted; or (c) By separate letter or ACKNOWLEDGMENT TO BE RECEIVED	0					
SPECIFIED MAY RESULT IN REJECTIO						
change may be made by telegram or letter, p						
opening hour and date specified.						
12. Accounting And Appropriation Data (If rec SEE SECTION G (IF APPLICABLE)	(uired)					
KIND MOD CODE: C	ITEM ONLY APPLIES T It Modifies The Contra				DERS	
A. This Change Order is Issued Pursual		ict/Order No. As L	escribed in i		nanges Set Forth	In Item 14 Are Made In
The Contract/Order No. In Item 10	1.					
B. The Above Numbered Contract/Orde Set Forth In Item 14, Pursuant To T	he Authority of FAR 43.10	03(b).				appropriation data, etc.)
X C. This Supplemental Agreement Is Ent	ered Into Pursuant To Au	thority Of: Mutua	l Agreemen	t of the Par	ties	
D. Other (Specify type of modification a	nd authority)					
E. IMPORTANT: Contractor is not,	X is required to sign	this document an	d return	(copies to the Issu	ing Office.
14. Description Of Amendment/Modification (0	<u> </u>					
SEE SECOND PAGE FOR DESCRIPTION						
Contract Expiration Date: 2009SEP30						
-			104 b	4-61		
Except as provided herein, all terms and condit and effect.	nons of the document refer	renced in item 9A	or tua, as ne	retofore chang	ed, remains unci	langed and in full force
15A. Name And Title Of Signer (Type or print)				Of Contracting	Officer (Type or	r print)
		MARCIA CZARM@T		MIL (586)574-	8361	
15B. Contractor/Offeror	15C. Date Signed		ed States Of		•	16C. Date Signed
		_				
(Signature of nover	-	Ву	(C:ano4	/SIGNED/ f Contracting (Nesi a a w	2007MAY23
(Signature of person authorized to sign) NSN 7540-01-152-8070		30-105-02	(Signature 01			ORM 30 (REV. 10-83)

Reference No. of Document Being Continued

PIIN/SIIN W56HZV-05-C-0383

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Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

SECTION A - SUPPLEMENTAL INFORMATION

MODIFICATION P00017

PREVIOUS CONTRACT AMOUNT: \$12,426,593

AMOUNT OF THIS MODIFIATION: \$ 625,000

NEW CONTRACT AMOUNT: \$13,051,593

Modification P00017 is issued to incorporate the following change into the contract:

- 1. The contract amount is increased by \$625,000 to cover cost increase in Phase II of the contract. This increase is entirely in the cost estimate line. There is no change in fee for this action.
- a. As part of this increase, CLIN 0003AD is created in the amount of \$170,000 for continued Design Finalization and Test. This is an extension of the effort required by CLIN 0003AA. A new CLIN is required, as opposed to increasing CLIN 0003AA, due to funding issues.
 - b. As part of this increase, CLIN 0004AA, ILS, is increased by \$207,000.
- c. As part of this increase, CLIN 0004AB is created in the amount of \$113,000 for increased ILS. This is an extension of the effort required by CLIN 0004AA. A new CLIN is required, as opposed to increasing CLIN 0004AA, due to funding issues.
- d. As part of this increase, CLIN 0005AD is created in the amount of \$135,000 for increased DT/OT Support. This is an extension of the effort required by CLIN 0005AA. A new CLIN is required, as opposed to increasing CLIN 0005AA, due to funding issues.
- 2. As a result of this modification, the total amount of the contract is increased by \$625,000. All terms and conditions of the contract, other than those set forth above, remain unchanged.

*** END OF NARRATIVE A 0024 ***

Reference No. of Document Being Continued

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Name of Offer	or or Contractor: Lockheed Martin Corporation				
ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
0003AA	PHASE 2 OPT - DESIGN FINALIZATION & TEST		LO		\$5,864,211.00
	CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: DESIGN FINALIZATION & TEST PRON: T162T5094K PRON AMD: 04 ACRN: AB CUSTOMER ORDER NO: M9545006MPR6AT4				
	This is a Cost-Plus-Fixed-Fee CLIN.				
	Est Cost \$5,506,557 Fee \$ 357,654 TOTAL \$5,864,211				
	The CLIN 0003AA option was exercised by Modification P00007.				
	The amount for CLIN 0003AA was adjusted by Modification P00007 to incorporate the proposed amounts from the Contractor's response to the Government's Call for Improvements in accordance with contract paragraph H.3.				
	The amount of CLIN 0003AA was adjusted upward by Modification P00015 in the amount of \$312,000 to allow for a projected cost overrun. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.				
	The amount of CLIN 0003AA was adjusted upward by Modification P00016 in the amount of \$700,000 to allow for cost increase and changes described in that modification. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.				
	CLIN 0003AD was created by Modification P00017 for the continuation of the effort under CLIN 0003AA. The creation of a new CLIN was necessary due to funding issues. The total for the Phase II Design Finalization & Test effort, including both CLIN 0003AA and 0003AD, is \$6,034,211.				
	(End of narrative B001)				
	The Contractor shall continue the design and development of the LAV-C2 Upgrade in accordance with the System Performance Specification and Integrated Master Plan for Phase II.				
	Three* Government furnished vehicles shall be upgraded by the Contractor under this CLIN and will be accepted by the Government. One of these vehicles will be for Developmental Testing				

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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	and two will be for Operational Testing. *Number of vehicles changed from four to three by Modification P00016.				
	(End of narrative C001)				
	Inspection and Acceptance INSPECTION: Origin ACCEPTANCE: Origin				
	Deliveries or Performance DLVR SCH PERF COMPL REL CD QUANTITY DATE 001 0 UNDEFINITIZED				
	\$ 5,864,211.00				
	See Paragraph F.1 for Performance Completion Date.				
	(End of narrative F001)				
0003AD	PHASE II - DESIGN FINALIZ & TEST - CONTIUED		LO		\$170,000.00
	CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: DESIGN FINALIZATION & TEST PRON: T172T5474K PRON AMD: 01 ACRN: AC CUSTOMER ORDER NO: M9545007MPR7AC9				
	This is a Cost-Plus-Fixed-Fee CLIN.				
	Est Cost \$170,000 Fee \$ 0 TOTAL \$170,000				
	CLIN 0003AD was created by Modification P00017 for the continuation of the Phase II Design Finalization & Test effort under CLIN 0003AA. A new CLIN was created due to funding issues.				
	(End of narrative B001)				
	The Contractor shall continue the design and development of the LAV-C2 Upgrade in accordance with the System Performance Specification and Integrated Master Plan for Phase II.				
	(End of narrative C001)				
					1

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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	Inspection and Acceptance INSPECTION: Origin ACCEPTANCE: Origin				
	Deliveries or Performance DLVR SCH PERF COMPL REL CD QUANTITY DATE 001 0 UNDEFINITIZED				
	\$ 170,000.00				
	See Paragraph F.1 for Performance Completion Date.				
	(End of narrative F001)				
0004AA	PHASE II OPTION - ILS				\$2,080,025.00
	CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: ILS PRON: T162T5104K PRON AMD: 04 ACRN: AB CUSTOMER ORDER NO: M9545006MPR6AT4				
	This is a Cost-Plus-Fixed-Fee CLIN.				
	Est Cost \$1,970,917 Fixed Fee \$ 109,108 TOTAL \$2,080,025				
	The CLIN 0004AA option was exercised by Modification P00007.				
	The amount for CLIN 0004AA was adjusted by Modification P00007 to incorporate the proposed amounts from the Contractor's response to the Government's Call for Improvements in accordance with contract paragraph H.3.				
	The amount of CLIN 0004AA was adjusted upward by Modification P00016 in the amount of \$400,000 to allow for cost increase and changes described in that modification. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.				
	The amount of CLIN 0004AA was adjusted upward by Modification P00017 in the amount of \$207,000 to allow for the cost increase described in that Modification. This increase was entirely in the estimated cost line. There was no change in the fixed fee resulting from this increase.				
	Modification P00017 also created CLIN 0004AB in				

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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	creation of this new CLIN was necessary for funding reasons. The total amount of the Phase II ILS effort, including both CLINs 0004AA and 0004AB, is \$2,193,025.				
	(End of narrative B001)				
	The Contractor shall perform the ILS efforts in accordance with the Integrated Master Plan and Attachment 005, Technical Manual Contract Requirements (TMCR) for Phase II. (End of narrative C001)				
	Inspection and Acceptance INSPECTION: Origin ACCEPTANCE: Origin				
	Deliveries or Performance DLVR SCH PERF COMPL REL CD QUANTITY DATE 001 0 UNDEFINITIZED				
	\$ 2,080,025.00				
	See Paragraph F.1 for Performance Completion Date. (End of narrative F001)				
0004AB	PHASE II - ILS - CONTINUED		LO		\$113,000.0
	CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: ILS PRON: T172T5484K PRON AMD: 02 ACRN: AC CUSTOMER ORDER NO: M9545007MPR7AC9				
	This is a Cost-Plus-Fixed-Fee CLIN.				
	Est Cost \$113,000 Fee \$ 0 TOTAL \$113,000				
	CLIN 0004AB was created by Modification P00017 for the continuation of the Phase II ILS effort under CLIN 0004AA. A new CLIN was created due to funding issues.				

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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	(End of narrative B001)				
	The Contractor shall perform the ILS efforts in				
	accordance with the Integrated Master Plan and				
	Attachment 005, Technical Manual Contract				
	Requirements (TMCR) for Phase II.				
	(End of narrative C001)				
	Inspection and Acceptance				
	INSPECTION: Origin ACCEPTANCE: Origin				
	<u>Deliveries or Performance</u>				
	DLVR SCH PERF COMPL				
	REL CD QUANTITY DATE				
	001 0 UNDEFINITIZED				
	\$ 113,000.00				
	See Paragraph F.1 for Performance Completion Date.				
	(End of narrative F001)				
	(Mid of harracive roof)				
005AA	PHASE II OPTION - DT/OT SUPPORT				\$1,122,011
	CLIN CONTRACT TYPE:				
	Cost-Plus-Fixed-Fee				
	NOUN: DT/OT SUPPORT				
	PRON: T162T5114K PRON AMD: 02 ACRN: AB				
	CUSTOMER ORDER NO: M9545006MPR6AT4				
	This is a Cost-Plus-Fixed-Fee CLIN.				
	Est Cost \$1,039,143				
	Fixed Fee \$ 82,868				
	TOTAL \$1,122,011				
	The CLIN 0005AA option was exercised by Modification P00007.				
	The amount for CLIN 0005AA was adjusted by				
	Modification P00007 to incorporate the				
	proposed amounts from the Contractor's response to the Government's Call for Improvements in				
	accordance with contract paragraph H.3.				
	CLIN 0005AD was created by Modification P00017 for				
	the continuation of the effort under CLIN 0005AA.				
	The creation of a new CLIN was necessary due to funding issues. The total for the Phase II DT/OT				
	Support effort, including both CLIN 0005AA and				
	0005AD, is \$1,257,011.				

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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	(End of narrative B001)				
	The Contractor shall support DT/OT in accordance with the System Performance Specification and Integrated Master Plan for Phase II.				
	(End of narrative C001)				
	Inspection and Acceptance INSPECTION: Origin ACCEPTANCE: Origin				
	Deliveries or Performance DLVR SCH PERF COMPL REL CD QUANTITY DATE				
	001 0 UNDEFINITIZED \$ 1,122,011.00				
	See Paragraph F.1 for Performance Completion Date.				
	(End of narrative F001)				
0005AD	PHASE II - DT/OT SUPPORT - CONTINUED		LO		\$ 135,000.00
	CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: DT/OT SUPPORT PRON: T172T5494K PRON AMD: 01 ACRN: AC CUSTOMER ORDER NO: M9545007MPR7AC9				
	This is a Cost-Plus-Fixed-Fee CLIN.				
	Est Cost \$135,000 Fee \$ 0 TOTAL \$135,000				
	CLIN 0005AD was created by Modification P00017 for the continuation of the Phase II DT/OT Support effort under CLIN 0005AA. A new CLIN was created due to funding issues.				
	(End of narrative B001)				
	The Contractor shall support DT/OT in accordance with the System Performance Specification and Integrated				

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TEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	Management Plan for Phase II.				
	(End of narrative C001)				
	(2ma of marraer) coory				
	Inspection and Acceptance				
	INSPECTION: Origin ACCEPTANCE: Origin				
	Deliveries or Performance DLVR SCH PERF COMPL				
	REL CD QUANTITY DATE				
	001 0 UNDEFINITIZED				
	\$ 135,000.00				
	See Paragraph F.1 for Performance Completion Date.				
	(End of narrative F001)				

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Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

SECTION F - DELIVERIES OR PERFORMANCE

F.1 Performance Completion Schedule

F.1.1 Phase I Performance

CLIN Performance Completion Requirement

0001AA 309 days after date of contract award

0002AA Conduct of the System Demonstration will begin no later than 240 days after contract award.

The System Demonstration shall be completed within 45 days after it begins.

Phase I of the contract will be completed upon award of the downselect option for Phase II of the contract.

F.1.2 Phase II Performance

CLIN Performance Completion Requirement

CLIN 0003AA Complete when the performance requirements of contract paragraph C.1.2.6 are met.

CLIN 0003AD

Developmental Test (DT), which was stopped before completion of the first running, will be restarted on 29 May 2007. The two OT vehicles (SN 521906 & SN 521942) will be used in the performance of this second running of DT. These two vehicles shall be delivered to the designated Government test site no later than 28 May 2007. The vehicles will be returned to the Contractor at the completion of DT for any corrections or changes necessitated by the outcome of DT.

Operational Test (OT) will start no later than 10 September 2007. The two OT vehicles will be delivered to the designated Government test site no later than 3 September 2007.

CLIN 0004AA Complete when the performance requirements of contract paragraph C.1.2.6 are met.

CLIN 0004AB

Technical Manuals for Testing.

The Contractor and the Government shall perform a joint Validation/Verification on the following technical manuals, to be completed no later than 18 May 2007.

Operators Manual (TM-08650C-10)
Lube Instructions (TM-08650C-12)

The Government shall provide changes required to the Technical manuals on a daily basis. The Contractor shall deliver verified manual updates for these technical manuals for DT no later than 25 May 2007:

The Contractor and the Government shall perform a joint Validation/Verification on the following technical manuals, to be completed no later than 26 July 2007.

Organization Level Maintenance Manual (TM-08650C-20)

SL-4-08650C

The Contractor shall deliver these verified manual updates, as well as the manuals delivered for DT, further updated based on the outcome of DT, for OT no later than by 2 August 2007.

CLIN 0005AA Complete when the performance requirements of contract paragraph C.1.2.6 are met. CLIN 0005AD

Developmental Test (DT). The second running of DT shall be performed over a period of five weeks. The Contractor shall only be responsible for the test support required for DT by CLIN 0005AA for a five week period. Should DT last more than five weeks, either the remainder of the test will be performed without Contractor support, or the support for the additional test time will be considered a change in contract scope and the Contractor may be entitled to an equitable adjustment in the contract.

Operational Test (OT). OT shall be performed over a period of seven weeks. The Contractor shall only be responsible for the test support required for OT by CLIN 0005AA for a seven week period. Should OT last more than seven weeks, either the remainder of the test will be performed without Contractor support, or the support for the additional test time will be considered a change in contract scope and the Contractor may be entitled to an equitable adjustment in the contract.

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Name of Offeror or Contractor: LOCKHEED MARTIN CORPORATION

0006AA Checklist shall be provided to PMO-LAV by 1 September 2006.

F.1.3 Phase III Performance

CLIN	Performance Completion Requirement
1001AA	See LAV-C2 Upgrade Production Delivery Schedule below (1st year)
1001AB	To be determined after completion of Equipment Damage and Refurbishment Report (CDRL A012)
1002AA	In conjunction with delivery of 13th production vehicle (3rd production unit from 2nd Year Production Option)
2001AA	See LAV-C2 Upgrade Production Delivery Schedule below (2nd year)
2002AA	90 days after completion of PVT
2003AA	90 days after final vehicle delivery
3001AA	See LAV-C2 Upgrade Production Delivery Schedule below (3rd year)
3002AA	90 days after final vehicle delivery

Planned LAV-C2A1 Vehicle Delivery Schedule to the Contractor

Months after Option Exercise	1	2	3	4	5	6	7	8	9	10	11	12	Total
1st Year Production Option	1	2	2	2	2	1							10
2nd Year Production Option	1	2	2	2	2	2	2	2	2				17
3rd Year Production Option	2	2	2	2	2	2	2	2	2	1			19

Notional LAV-C2A2 Upgrade Production Schedule

	Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
1st Year Production Option	2008				1	2	2	2	2	1				10
2nd Year Production Option	2008										1	2	2	5
2nd Year Production Option	2009	2	2	2	2	2	2							12
3rd Year Production Option	2009							2	2	2	2	2	2	12
3rd Year Production Option	2010	2	2	2	1									7
TOTAL.														46

F.2 Definitions

F.2.1 CLIN means Contract Line Item Number, and refers to the contract items listed in Section B of this document.

F.2.2 Delivery is defined as follows:

(a) FOB Origin - Contractor is required to deliver its shipment as provided in FAR 52.247-29(a)(1)-(4) by the time specified in the individual contract; or

(b) FOB Destination - Contractor is required to deliver its shipment as provided in FAR 52.247-34(a)(1)-(2) by the time specified in the individual contract. The Contractor must take into consideration the length of time necessary to deliver its shipment to the destination designated in the contract, to ensure that the item reaches its destination by the time reflected in the contract.

*** END OF NARRATIVE F 0002 ***

CO	NTINI	ATION	SHEET

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Name of Offeror or Contractor: LOCKHI	HEED MARTIN CORPORATION
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SECTION G - CONTRACT ADMINISTRATION DATA

LINE ITEM 0003AD	PRON/ AMS CD/ MIPR T172T5474K M9545007MPR7AC9	<u>ACRN</u> AC	OBLG STAT/ JOB ORD NO	- \$	PRIOR AMOUNT	\$ INCREASE/DECREASE AMOUNT 170,000.00	\$ CUMULATIVEAMOUNT 170,000.00
0004AA	T162T5104K M9545006MPR6AT4	AB	1	\$	1,873,025.00	\$ 207,000.00	\$ 2,080,025.00
0004AB	T172T5484K M9545007MPR7AC9	AC	2	\$	0.00	\$ 113,000.00	\$ 113,000.00
0005AD	T172T5494K M9545007MPR7AC9	AC	1	\$	0.00	\$ 135,000.00	\$ 135,000.00
					NET CHANGE	\$ 625,000.00	

SERVICE	NET CHANGE	ACCOU	INTING INCREASE/DECREASE
NAME	BY ACRN	ACCOUNTING CLASSIFICATION STATE	ON AMOUNT
Marine Corps	AB	17 671319M7KE2506785400674432DC1555D00006MPR6AT4	\$ 207,000.00
Marine Corps	AC	17 781319M7KE2506785400674432DC1555D00007MPR7AC9	\$\$

NET CHANGE \$ 625,000.00

	PRIOR AMOUNT	INCREASE/DECREASE		CUMULATIVE	
	OF AWARD	AMOUNT		OBLIG AMT	
NET CHANGE FOR AWARD:	\$ 12,426,593.00	\$ 625,000.00	\$	13,051,593.00	

<u>ACRN</u>	EDI ACCOUNTING CLASSIFICATION						
AB	17	06071319M7KE	250678540067443	2DC1555D00006MPR6AT4	M9545006MPR6AT4	067443	
AC	17	07081319M7KE	250678540067443	2DC1555D00007MPR7AC9	M9545007MPR7AC9	067443	